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*Co-Counsel for Plaintiff*

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF ALASKA AT ANCHORAGE

ALASKA RENT-A-CAR, INC.,

Plaintiff,

v.

CENDANT CORPORATION, AVIS RENT A  
CAR SYSTEM, INC., AVIS GROUP  
HOLDINGS, INC., CENDANT CAR  
RENTAL GROUP, INC., AVIS CAR  
RENTAL GROUP, INC., and BUDGET  
RENT A CAR SYSTEM, INC.

Defendants.

Case No. 3:03-cv-00029-TMB

**AFFIDAVIT OF COUNSEL IN SUPPORT OF PLAINTIFF'S  
MOTION TO ACCEPT OVERLENGTH REPLY IN SUPPORT OF MOTION  
REGARDING THE SCOPE OF ALASKA RENT-A-CAR'S DAMAGES**

STATE OF ALASKA                                 )  
  ) ss.  
Third Judicial District                         )

I, Jeffrey M. Feldman, being first duly sworn upon oath, depose and state:

1. I represent the plaintiff, Alaska Rent-A-Car, Inc., in this matter.
2. In drafting the Reply to the defendant's opposition to the plaintiff's motion to determine the scope of damages in this case, I made a concerted effort to keep the memorandum as concise as possible.

3. I believe that the length of the Reply reflects and is justified by several factors. As the court is aware, the scope of recovery available to Alaska Rent-A-Car is now the single most important issue left in this case for the court to resolve, and has given rise to what is very likely to be the last round of substantive briefing in this case. Proper resolution of the issue is critical to both parties, and defendants' objections to the relatively straight-forward request for relief set out in Alaska Rent-A-Car's opening Motion raised complex issues of law to which Alaska Rent-A-Car should be given a fair opportunity to respond. Despite my best efforts, I was unable complete that task adequately in the space authorized by D. Ak. L.R. 10.1(m) and the proposed Reply is now 24 pages in length, or 9 pages in excess of the number permitted by the rule.

4. Beyond the importance and complexity of the issues involved, the length of the Alaska Rent-A-Car's Reply is also necessitated by the need to respond to several issues first raised by defendants in their Opposition to Alaska Rent-A-Car's Motion, many of which Alaska Rent-A-Car thought uncontroversial and/or settled. Alaska Rent-A-Car could not have reasonably anticipated, for instance, that defendants would now

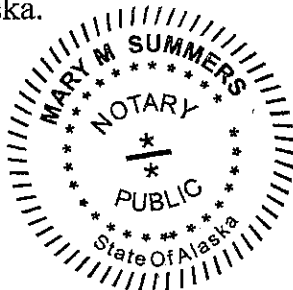
insist that the court's order is limited in the manner that in which they are now claiming, or that they would choose to ignore the court's choice-of-law analysis. Alaska Rent-A-Car's need to respond to these, and other objections and arguments made by the defendants, had the effect of further lengthening its Reply.

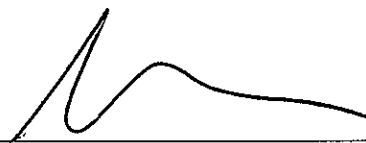
5. I believe that the Court will benefit from the full briefing of the issues involved in plaintiff's Reply and, most critically, that no party will be prejudiced by allowing Alaska Rent-A-Car, Inc. to file its Reply. I respectfully ask that Alaska Rent-A-Car's motion be granted.

FURTHER YOUR AFFIANT SAYETH NAUGHT.

  
JEFFREY M. FELDMAN

SUBSCRIBED AND SWORN TO before me this 8th day of July 2008, at Anchorage, Alaska.



  
NOTARY PUBLIC IN and FOR ALASKA  
My Commission Expires: 12/15/2008

**CERTIFICATE OF SERVICE**

I hereby certify that on the 8th day of July 2008, a copy of the foregoing document was served electronically on J. Dienelt, J. Givens, C. Gronning, B. Heller, B. Zan Nault, D. Ruskin, H. Trickey, and D. Vallentine.

s/ Jeffrey M. Feldman